

Message Text

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PAGE 01 MUNICH 03670 01 OF 02 031603Z
ACTION HEW-06

INFO OCT-01 EUR-12 ISO-00 EB-08 COME-00 OES-09 /036 W
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R 031533Z AUG 78
FM AMCONSUL MUNICH
TO SECSTATE WASHDC 0717
INFO AMEMBASSY BONN
AMEMBASSY BERN

LIMITED OFFICIAL USE SECTION 01 OF 02 MUNICH 03670

E.O. 11652: NA
TAGS: BBAK, BDIS, BFOL, EIND, TBIO, GW, SZ
SUBJECT: CORPORATE STRUCTURE OF GERMAN PHARMACEUTICAL
- FIRM

REF: (1) STATE 281019 NOV 23, 77; (2) MUNICH 04437
- DEC 28, 77; (3) BONN 13547; (4) STATE 184807

1. IN COMPLIANCE WITH REFTEL (4), MUNICH ACQUIRED COPIES OF THE CORPORATE CHARTERS OF FIRM MUCOS, DATED JANUARY 14, 1958 AND JULY 25, 1973. IN VIEW OF REFTEL REQUEST FOR PROMPT RESPONSE, DOCUMENTS WILL BE AIRMAILED THIS DATE IN ORIGINAL ONLY. TRANSLATION OF COMPLEX LEGAL DOCUMENTS BY CONGEN STAFF WOULD BE EXTREMELY TIME-CONSUMING. A COPY OF THE U.S. DEPARTMENT OF COMMERCE'S OVERSEAS BUSINESS REPORT QUOTE MARKETING IN THE FEDERAL REPUBLIC OF GERMANY AND WEST BERLIN WILL ALSO BE AIRMAILED UNDER SAME COVER. LATTER REPORT CONTAINS THE PERTINENT STATUTES REGULATING CORPORATIONS AND DEFINING THE RELATIONSHIPS BETWEEN SUBSIDIARIES, LICENSEES, ETC.

2. NEITHER GERMAN CHAMBER OF INDUSTRY AND COMMERCE, NOR DISTRICT COURT AND LOCAL CREDIT RATING AGENCY
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PAGE 02 MUNICH 03670 01 OF 02 031603Z

WERE IN A POSITION TO VERIFY STATEMENT IN REFTEL (4), PAR 3 (A) THAT RANSBERGER WAS NO LONGER ASSOCIATED WITH MUCOS; (B) THAT ALAN BLAIR, AMERICAN CITIZEN, IS CURRENTLY PRESIDENT OF THE FIRM; AND (C) THAT MUCOS FRANCHISES IN THE U.S. AND ELSEWHERE ARE SUBSIDIARIES OF MUCOS LICENSED FIRM INTER PHARMA, S.A. THE LOCAL CREDIT RATING AGENCY REPORTED THAT RANSBERGER

HIMSELF STATED THAT HE WAS THE SOLE PARTNER AND MANAGER OF THE FIRM MUCOS, AND DENIED THE FACT THAT BLAIR WAS PRESIDENT. ACCORDING TO RANSBERGER'S STATEMENT, VERIFIED BY AN ENTRY IN THE OFFICIAL TRADE REGISTER AT THE LOCAL GERMAN CHAMBER OF INDUSTRY AND COMMERCE, ALAN HOWARD BLAIR WAS SIGNING CLERK (EINZELPROKURIST) OF MUCOS FROM JULY 7, 1976 UNTIL NOVEMBER 2, 1977. THE PRESENT SIGNING CLERK (EINZELPROKURIST) OF MUCOS IS REGISTERED TO BE A HARRY RIPPEL.

3. ACCORDING TO THE CORPORATE CHARTERS OF JANUARY 1958, MUCOS EMULSIONSGESELLSCHAFT MIT BESCHRAENKTER HAFTUNG CHEMISCH-PHARMAZEUTISCHE BETRIEBE WAS TRANSFERRED FROM WIESBADEN TO MUNICH IN JANUARY 58. UP TO THEN, THE PARTNERS OF THIS FIRM HAD BEEN

A) FRAU HERTA SCHNEIDER NEE HAUBOLD, MD,
- RABENSTRASSE 5, FREIBURG I. BREISGAU

B) DR. ERNST W. IMFELD, LAWYER IN ZURICH/SWITZERLAND

CONTROLLING THE FIRM'S BASIC CAPITAL OF DM 20,000.

IN JANUARY 1958, PROF. DR. HELLMUT HAUBOLD, PAULSPLATZ 9, 8000 MUENCHEN 2, TOOK OVER THE SHARES FROM DR. ERNST W. IMFELD, LEAVING FRAU HERTA SCHNEIDER NEE HAUBOLD LIMITED OFFICIAL USE

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PAGE 03 MUNICH 03670 01 OF 02 031603Z

BOLD AND DR. MED. HELLMUT HAUBOLD AS SOLE PARTNERS. AT THE SAME TIME, DR. HEINRICH KOTTHOF, MD, WIESBADEN, RETIRED AS MANAGER OF THE FIRM, LEAVING KARL RANSBERGER, DIPL.-KAUFMANN, KAULBACHSTRASSE 42, 8000 MUENCHEN 22, AS SOLE MANAGER.

4. THE CORPORATE CHARTERS OF JULY 1973, QUOTE DIPL.-KAUFMANN KARL RANSBERGER, NOERDLICHE MUENCHENER STRASSE 20, 8022 GRUENWALD B. MUENCHEN (DM 22,000), AND EDWARD PHILIP BARRY, ENGINEER, U.S. CITIZEN, HAUSERSTALSTRASSE 524, CH-8925 EBERTSWIL/SWITZERLAND (DM 18,000) TO BE THE PARTNERS, CONTROLLING MUCOS' BASIC CAPITAL OF DM 40,000. ON JULY 25, 1973, RANSBERGER AND BARRY AGREED TO RAISE THE BASIC CAPITAL BY DM 160,000, I.E. BARRY ADDED DM 72,000 TO HIS DM 18,000, AND RANSBERGER ADDED DM 88,000 TO HIS ORIGINAL SHARE OF DM 22,000.

5. NONE OF THE DOCUMENTS REVEALS WHEN OR WHY PROF. DR. HAUBOLD AND FRAU SCHNEIDER WITHDREW FROM MUCOS. NO MENTION OF THE SWISS FIRM INTER PHARMA SA, NO MENTION OF SUBSIDIARIES, LICENSEES OR LICENSORS,

AFFILIATES, ETC.

6. IN 1958, THE LEGAL ADVISOR OF MUCOS WAS DR. WILLI BINAPFL, NOTARY PUBLIC, WITH OFFICES IN MUNICH, OTTO-STRASSE 5, WHO MEANWHILE RELOCATED HIS OFFICE TO SIEGFRIEDSTRASSE 16, 8000 MUENCHEN 40.

THE LEGAL ADVISOR OF MUCOS IN 1973 WAS DR. PETER LICHTENBERGER, NOTARY PUBLIC, AT 25 MARIENPLATZ, 8000 MUENCHEN 2, WHO STILL HAS HIS OFFICES AT THIS ADDRESS.

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PAGE 01 MUNICH 03670 02 OF 02 031604Z
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LIMITED OFFICIAL USE SECTION 02 OF 02 MUNICH 03670

THE LEGAL ADVISOR OF DR. E.W.IMFELD AND FRAU SCHNEIDER WAS DR. GEORG DIETZ, LAWYER, WITH OFFICES AT PRANNER-STRASSE 11, 8000 MUENCHEN 2. THERE IS NO LONGER A LAWYER BY NAME OF DR. GEORG DIETZ AT PRANNERSTRASSE OR AT ANOTHER ADDRESS IN MUNICH. THERE IS A DR. GEORG DIETZ LISTED IN THE MUNICH TELEPHONE DIRECTORY TO LIVE AT FREISCHUETZSTRASSE 20, 8000 MUENCHEN 81, HOWEVER, THE NAME DIETZ IS A RATHER COMMON GERMAN NAME SO THAT THE IDENTITY WITH THE ABOVE DR. GEORG DIETZ CANNOT BE ASCERTAINED UNLESS PERSONAL CONTACTS ARE MADE.

7. THE LOCAL GERMAN CHAMBER OF INDUSTRY AND COMMERCE AS WELL AS THE LOCAL CREDIT RATING AGENCY STATED THAT THE TWO CORPORATE CHARTERS MAY RPT MAY BE OUT OF DATE AND CHANGES IN LEGAL STATUS AND OWNERSHIP NOT REPORTED TO THE COURT. EVEN THOUGH A GERMAN LAW PROVIDED FOR VERIFICATION OF ENTRIES IN THE CORPORATE CHARTERS ON JANUARY 1 OF EACH YEAR, THIS LAW WOULD BE HANDLED RATHER LENIENTLY SO THAT FAILURES

TO ADHERE TO IT ARE CONSIDERED CONCEIVABLE. THE LOCAL
CREDIT RATING AGENCY CONTINUES ITS INVESTIGATIONS
AND A FOLLOW-UP WILL BE SUBMITTED WHEN JUSTIFIED.
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PAGE 02 MUNICH 03670 02 OF 02 031604Z

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